PHILLIP C. ENGERS, WARREN J. MCFALL
DONALD G. NOERR, and GERALD SMIT,
individually and on behalf of all others
similarly situated,

Plaintiffs,

٧s.

AT&T and AT&T MANAGEMENT PENSION PLAN,

Defendants.

:UNITED STATES DISTRICT COURT : DISTRICT OF NEW JERSEY

C.A. No. 98-CV-3660 (JLL)

11.17 (1.15)

PROPOSED ORDER

Upon consideration of the Plaintiff Class' Motion for Leave to Amend Complaint and Class Definition under Fed. R. Civ. P. 15 and 23(c)(1)(C), and the entire record in this matter;

ORDERED that Plaintiffs' motion is hereby GRANTED to file the attached Fourth

Amended Class Action Complaint. The Plaintiffs are directed to file the original with the Clerk of the Court, and it is further,

-ORDERED that the class definition in the Court's Order dated November 19, 2001 is hereby fedefined for purposes of the ERISA Claims to remove the proviso that the class member must be "currently over age forty."

HONORABLE JOSE L. LINARES, U.S.D.J.